

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
CORPUS CHRISTI DIVISION

IN RE: § Case No. 05-21207  
§  
ASARCO LLC, *et al.* § Chapter 11  
§  
Debtors. § (Jointly Administered)

**ORDER SUSPENDING THE SOLICITATION PROCEDURES AND BALLOTING ON  
THE DEBTORS' AND THE PARENT'S PLANS OF REORGANIZATION [Dkt No. 6985]**

A hearing was held on October 20, 2008 to consider the motion (the “Motion”) of ASARCO LLC and certain of its related companies<sup>1</sup> (each a “Debtor” and collectively, the “Debtors” or “ASARCO”) to suspend the solicitation procedures and balloting of the plans of reorganization (the “Plans”) filed by the Debtors and Americas Mining Corporation and ASARCO Incorporated. The court, having considered the Motion and the representations made by counsel at the hearing on the Motion; and under the circumstances, due and proper notice of the Motion and the hearing thereon having been given; and based upon the record of the prior proceedings in these cases; and after due deliberation, good, and sufficient cause appearing therefore, it is hereby

**ORDERED** that the Motion is granted in all respects.

**ORDERED** that the solicitation procedures approved by the Court in the “*Order (i) Approving the Adequacy of the Disclosure Statements in Support of Debtors' Second Amended Joint Plan of Reorganization and Americas Mining Corporation and ASARCO*

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<sup>1</sup> The related debtor entities include Lac d’Amiante du Québec Ltée; Lake Asbestos of Quebec, Ltd.; LAQ Canada, Ltd.; CAPCO Pipe Company, Inc.; Cement Asbestos Products Company; Encycle, Inc.; ASARCO Consulting, Inc.; ASARCO Master, Inc.; ASARCO Oil and Gas Company, Inc.; Bridgeview Management Company, Inc.; ALC, Inc.; American Smelting and Refining Company; AR Mexican Explorations, Inc.; Government Gulch Mining Company, Limited; Covington Land Company; Southern Peru Holdings, LLC; AR Sacaton, LLC; ASARCO Exploration Company, Inc.; Green Hill Cleveland Mining Company; Alta Mining and Development Company; Blackhawk Mining and Development Company, Limited; Peru Mining Exploration and Development Company; Tulipan Company, Inc.; and Wyoming Mining and Milling Company.

*Incorporated's Second Amended Plan of Reorganization and (ii) Establishing Certain Procedures Related to Confirmation" (Docket No. 9341) are hereby suspended, including, but not limited to, the October 27, 2008 (4:00 p.m. central time) deadline for submission of ballots.*

**ORDERED** that the "*Notice of Suspension of the Solicitation Procedures and Balloting on the Debtors' and Parent's Plans of Reorganization for ASARCO LLC and Related Debtors*" attached hereto as Exhibit A (the "Notice") is hereby approved.

**ORDERED** that AlixPartners, LLP (the "Balloting Agent") mail the Notice within two days of entry of this Order to all parties that were served with a ballot in connection with voting on the Plans.

**ORDERED** that the Balloting Agent is not required to mail the Notice to any party that was not served with a ballot.

**ORDERED** that any ballots received by the Balloting Agent prior or subsequent to the date this Order is entered with respect to the Plans shall be disregarded for all purposes and such ballots shall not constitute a waiver of such creditor's or interest holder's rights.

**ORDERED** that the Debtors are authorized to take or refrain from taking any action necessary or appropriate to implement the terms of and the relief granted in this Order without seeking further order of the Court.

**ORDERED** that the Balloting Agent and the Debtors are authorized and directed to take such steps and perform such acts as may be necessary to implement and effectuate this Order.

**ORDERED** that the Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated:

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THE HONORABLE RICHARD S. SCHMIDT  
UNITED STATES BANKRUPTCY JUDGE

## EXHIBIT A

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
CORPUS CHRISTI DIVISION**

<b>In re:</b>	<b>§</b>	<b>Case No. 05-21207</b>
	<b>§</b>	
<b>ASARCO LLC, <i>et al.</i>,</b>	<b>§</b>	<b>Chapter 11</b>
	<b>§</b>	
<b>Debtors.</b>	<b>§</b>	<b>Jointly Administered</b>
	<b>§</b>	

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**NOTICE OF SUSPENSION OF THE SOLICITATION PROCEDURES  
AND BALLOTING ON THE DEBTORS' AND PARENT'S PLANS OF  
REORGANIZATION FOR ASARCO LLC AND RELATED DEBTORS**

**PLEASE TAKE NOTICE** that on October 20, 2008, the United States Bankruptcy Court for the Southern District of Texas, Corpus Christi Division entered an order (the “Order”) suspending the solicitation procedures and balloting on the plans of reorganization (the “Plans”) filed in the above-referenced bankruptcy cases by ASARCO LLC and its subsidiary debtors and ASARCO Incorporated and Americas Mining Corporation. Accordingly, all procedures and deadlines related to the voting process set out in the “*Order (i) Approving the Adequacy of the Disclosure Statements in Support of Debtors' Second Amended Joint Plan of Reorganization and Americas Mining Corporation and ASARCO Incorporated's Second Amended Plan of Reorganization and (ii) Establishing Certain Procedures Related to Confirmation*,” including, but not limited to, the October 27, 2008 (4:00 p.m. Central Time) deadline for submission of ballots are suspended. **Accordingly, you are not required to complete and submit any ballots you received in connection with voting on the Plans.** Any ballots received by AlixPartners, LLP prior or subsequent to entry of the Order with respect to the Plans shall be disregarded for all purposes and such ballots shall not constitute a waiver of such creditor's or interest holder's rights.

If you have any questions regarding this notice, please contact AlixPartners, LLP by writing to ASARCO Balloting, c/o AlixPartners, LLP, 2100 McKinney Avenue, Suite 800, Dallas, Texas 75201, calling (888) 727-9235 or (972) 535-7137, or e-mailing CMS\_Noticing@alixpartners.com (reference "ASARCO" in subject line).